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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

September 17, 2002

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 18740 - P FILED

SEP 17 '02 9-58 AM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Statement of Change in Reporting Marks and/or Road Numbers, dated as of September 13, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission under Recordation Number 18740.

The name and address of the party to the enclosed document are:

Lessee: Union Pacific Railroad Company
1416 Dodge Street
Omaha, NE 68179

A description of the railroad equipment covered by the enclosed document is:

Locomotives having original CNW and/or SP reporting marks and road numbers are re-marked and re-numbered as set forth on the Schedule attached hereto.

Mr. Vernon A. Williams
September 17, 2002
Page Two

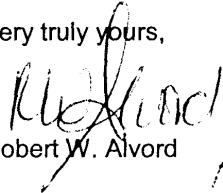
A short summary of the document to appear in the index follows:

Statement of Change in Reporting Marks and/or Road Numbers.

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,


Robert W. Alvord

RWA/anr
Enclosures

CNW 1994-A

ORIGINAL MARK
AND NUMBER

CNW 8670
CNW 8672
CNW 8674
CNW 8678
CNW 8679
CNW 8682
CNW 8685
CNW 8687
CNW 8690
CNW 8693
CNW 8695
CNW 8698
CNW 8700
CNW 8704
CNW 8705
CNW 8707
CNW 8710
CNW 8711
CNW 8714
CNW 8718
CNW 8726
CNW 8730

FINAL MARK
AND NUMBER

UP 9774
UP 9776
UP 9778
UP 9782
UP 9783
UP 9786
UP 9789
UP 9791
UP 9794
UP 9797
UP 9799
UP 9802
UP 9804
UP 9808
UP 9809
UP 9811
UP 9814
UP 9815
UP 9818
UP 9822
UP 9830
UP 9834

UNION PACIFIC RAILROAD COMPANY



1874000000 STREET
LAWRENCE, KANSAS 66044-8819

September 13, 2002

RECORDATION NO.

18740-7
FILED

SEP 17 '02

9-58 AM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: Statement of Change in Reporting Marks and/or Road Numbers

Dear Secretary:

Please be advised that the reporting marks and/or road numbers of the locomotives identified in the attached schedule have been changed as set forth therein.

UNION PACIFIC RAILROAD COMPANY

By:

A handwritten signature in black ink, appearing to read "J. Theisen".

James J. Theisen, Jr.
Senior Corporate Counsel

Attachment

JJT:CAN:sla

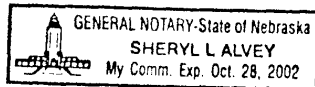
STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

On this 13th day of September, 2002, before me, a Notary Public in and for said County and State, personally appeared James J. Theisen, Jr., who being by me duly sworn, says that he is the Senior Corporate Counsel of THE UNION PACIFIC RAILROAD COMPANY, that said instrument was signed, on behalf of said corporation and he acknowledged that the execution of said instrument was the free act and deed of the corporation.

IN WITNESS WHEREOF, I have unto set my hand and official seal on the date above mentioned.

Sheryl L. Alvey
NOTARY PUBLIC

SEAL



CNW 1994-A

ORIGINAL MARK
AND NUMBER

FINAL MARK
AND NUMBER

CNW 8670	UP 9774
CNW 8672	UP 9776
CNW 8674	UP 9778
CNW 8678	UP 9782
CNW 8679	UP 9783
CNW 8682	UP 9786
CNW 8685	UP 9789
CNW 8687	UP 9791
CNW 8690	UP 9794
CNW 8693	UP 9797
CNW 8695	UP 9799
CNW 8698	UP 9802
CNW 8700	UP 9804
CNW 8704	UP 9808
CNW 8705	UP 9809
CNW 8707	UP 9811
CNW 8710	UP 9814
CNW 8711	UP 9815
CNW 8714	UP 9818
CNW 8718	UP 9822
CNW 8726	UP 9830
CNW 8730	UP 9834